

# C2W Music Ltd. Report To The Shareholders Financial Statements Ended March 31<sup>st</sup>, 2015

The Board of Directors of C2W Music Limited (the "Company") is pleased to announce the financial results for the period ended March 31<sup>st</sup>, 2015.

The Company continues to work closely with the Caribbean performing rights societies to realize our rightful revenue. We have received written confirmation from these societies that they are diligently working towards a resolve and we are hoping that this resolve finally comes to a close this year. This issue has gone on for a few years now and we have placed great pressure of these societies to resolve this unfortunate and outstanding issue.

The Company continues to develop it's new business model in the "360 All Rights" brand management area and happy to report that we are making positive headway and hoping to launch a few of our new projects this year.

The Company, it's staff, contractors and Directors of the Board continue to thank all of our shareholders for their patience and faith in this initiative.

Yours Truly,

Ivan Berry CEO C2W Music Ltd.

C2W Music Limited 1 Ardenne Road, Kingston 10, Jamaica, West Indies contact@c2wmusic.com

# **C2W MUSIC LIMITED**

# FINANCIAL STATEMENTS

# (UNAUDITED)

THREE (3) MONTHS ENDED MARCH 31, 2015

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# C2W MUSIC LIMITED STATEMENT OF FINANCIAL POSITION (UNAUDITED) THREE (3) MONTHS ENDED MARCH 31, 2015

	Notes	Unaudited Three (3) months ended March 31, 2015 <u>USS</u>	Unaudited Three (3) months ended March 31, 2014 <u>USS</u>	Audited Year ended December 31, 2014 <u>US\$</u>
ASSETS				
Non-current assets				
Property and equipment	5	4,733	10,082	6,069
Intangible asset	6	2,991	8,971	4,487
Advances to songwriters	7	210,012	177,481	210,012
		217,736	196,534	220,568
Current assets				
Tax recoverable		1,411	1,411	1,412
Trade and other receivables	8	24,361	13,744	23,448
Due from related parties		-	5,814	-
Advances to songwriters	7	23,763	23,819	23,763
Cash and bank balances	9	135	12,671	3,336
Total current assets		49,670	57,459	51,959
Total assets		267,406	253,993	272,527
EQUITY & LIABILITIES				
Equity				
Share capital	10	1,286,619	1,286,619	1,286,619
Accumulated deficit		(1,256,920)	(1,269,157)	(1,243,568)
Total equity		29,699	17,462	43,051
Current liabilities				
Loans payable	11	79,569	73,969	78,189
Due to related parties	1 (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	4,097	11,397	5,397
Trade and other payables	12	154,041	151,165	145,890
Total current liabilities		237,707	236,531	229,476
Total equity and liabilities		267,406	253,993	272,527
Approved, by the Board of Director	s and signed on its b	ehalf by:	N	1

Approved, by the Board of Directors and signed on its behalf by:

~ Ivan Berry CEO

Derek Wilkie Director

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# C2W MUSIC LIMITED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED) THREE (3) MONTHS ENDED MARCH 31, 2015

		Unaudited Three (3) months ended March 31,	Unaudited Three (3) months ended March 31,	Audited Year ended December 31,
		2015	2014	2014
Revenues: Performance royalty Publishing fees Synchronization royalty Copyright sale Total revenues Less expenses: Song writing camps and development expenses	<u>Notes</u> 4 13	<u>US\$</u> 913 - - - 913	<u>US\$</u> 271 - - 271 57,679	<u>US\$</u> 3,447 3,517 1,190 96,974 105,128
Administrative expenses Operating loss	14	12,884 (12,884) (11,971)	23,733 (81,412) (81,141)	98,783 (162,806) (57,678)
Finance costs	15	1,381	1,381	5,600
Loss for the period / year		(13,352)	(82,522)	(63,278)
Other income: Sponsorship income Interest income		- - -	57,679 - 57,679	64,023 1 64,024
Net (loss) / profit, being total comprehensive (expense) / income for the period / ye	ar	(13,352)	(24,843)	746
(Loss) / profit per stock unit:	16	(0.00) cents	(0.01) cents	0.00 cents

# C2W MUSIC LIMITED STATEMENT OF CHANGES IN EQUITY (UNAUDITED) THREE (3) MONTHS ENDED MARCH 31, 2015

	Share Capital <u>US\$</u>	Accumulated Deficit <u>US\$</u>	Total <u>US\$</u>
Audited balances at December 31, 2013	1,286,619	(1,244,314)	42,305
Net loss, being total comprehensive expense for the period		(24,843)	(24,843)
Unaudited balances at March 31, 2014	1,286,619	(1,269,157)	17,462
Audited balances at December 31, 2014	1,286,619	(1,243,568)	43,051
Net loss, being total comprehensive expense for the period	-	(13,352)	(13,352)
Unaudited balances at March 31, 2015	1,286,619	(1,256,920)	29,699

# C2W MUSIC LIMITED STATEMENT OF CASH FLOWS (UNAUDITED) THREE (3) MONTHS ENDED MARCH 31, 2015

(Loss) / profit for the period / year	Unaudited Three (3) months ended March 31, 2015 <u>US\$</u> (13,352)	Unaudited Three (3) months ended March 31, 2014 <u>US\$</u> (24,843)	Audited Year ended December 31, 2014 <u>US\$</u> 746
A division and a fam.			
Adjustments for: Depreciation and amortization Finance costs	2,832 1,381	2,832 1,381	11,329 5,600
Amortised cost adjustment on advances to songwriters Interest income	-	-	- 4,792 (1)
Provision for related party balance	-	-	5,814
Operating cash flows before movements in working capital	(9,139)	(20,630)	18,696
<b>Decrease in operating assets</b> Trade and other receivables	(913)	7,228	(2,476)
Increase/ (decrease) / in operating liabilities Accounts payable	8,151	18,594	13,320
Related party balance (net)	(1,300)	6,628	628
Cash (used in) / generated from operations	(3,201)	11,820	30,168
Income taxes paid			(1)
Net cash provided by/(used in) operating activities	(3,201)	11,820 #	30,167
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest received Advance to songwriters	-	-	1 (27,683)
Net cash used in investing activities			(27,682)
CASH FLOWS FROM FINANCING ACTIVITIES Proceeds from loans	<u>-</u>	<u>-</u>	-
Net cash provided by financing activities			
NET (DECREASE) / INCREASE IN CASH AND BANK BALANCES	(3,201)	11,820	2,485
CASH AND BANK BALANCES AT BEGINNING OF YEAR	3,336	851	851
CASH AND BANK BALANCES AT THE END OF PERIOD / YEAR	135	12,671	3,336

## 1. IDENTIFICATION

- (a) C2W Music Limited (the "Company") is a limited liability company incorporated and domiciled in Jamaica. The Company is listed on the Junior Stock Exchange. The registered office is situated at 1 Ardenne Road, Kingston 10, Jamaica. The company commenced operations in November 2011.
- (b) The Company was established for the purpose of obtaining intellectual property rights, namely, licensing and publication rights to songs developed by Caribbean songwriters. The principal activities of the company involve developing the talents of Caribbean songwriters, acquiring licensing rights to their compositions and promoting the commercial use of the compositions.

# 2. SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of preparation**

The interim financial statements have been prepared under the historical cost basis as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

These financial statements are expressed in United States of America dollars, which is the company's functional currency.

The interim financial report is to be read in conjunction with the audited financial statements for the year ended December 31, 2014. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company since the financial year ended December 31, 2014.

The principal accounting policies are set out below:

#### (a) Property and equipment

Property and equipment for use in the Company are recorded at historical or deemed cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets using the straight line method over a period, being the shorter of their estimated useful lives or the remaining concession period. The estimated useful lives, residual values and depreciation methods are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis. An item of property and equipment is derecognised upon disposal or where no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of comprehensive income.

# 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

## (b) Intangible assets

Intangible assets with finite useful lives that are acquired separately are reported at cost less accumulated amortisation and accumulated impairment losses. Amortisation is charged so as to write off the cost of the assets over the estimated useful life. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

# (c) Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets not yet available for use are tested for impairment at lease annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of the fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. Impairment losses are recognised immediately in the statement of comprehensive income.

When an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of comprehensive income.

#### 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

#### (d) Cash and bank balances

For the purposes of the cash flow statement, cash and bank balances comprise highly liquid bank deposits held with financial institutions, with an original maturity of three months or less from the date of acquisition and are held to meet cash requirements rather than for investment purposes.

#### (e) Trade and other receivables

Trade and other receivables are stated at amortized cost.

Appropriate allowances for estimated irrecoverable amounts are recognised in the statement of comprehensive income when there is objective evidence that the asset is impaired.

#### (f) Trade and other payables

Trade and other payables are stated at amortized cost.

#### (g) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts for services provided in the normal course of business, net of discounts.

Royalties

Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably). Royalties determined on a time basis are recognised on a straight-line basis over the period of the agreement. Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

#### Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying he financial asset to that asset's net carrying amount on initial recognition.

#### Sponsorship income

Sponsorship income is not recognised until there is reasonable assurance that the income will be received.

Sponsorship income is recognised in the statement of comprehensive income on a systematic basis over the period in which the Company recognises as expenses the related costs for which the sponsorships are for the purpose intended to compensate. Sponsorship income that is receivable as compensation for expenses or losses incurred or for the purpose of giving immediate financial support to the Company with no future related costs is recognised in profit or loss in the period in which they become receivable.

# 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

## (h) Related parties

A party is related to the Company if:

(i) directly, or indirectly through one or more intermediaries, the party:

- controls, is controlled by, or is under common control with, the Company (this includes parent, subsidiaries and fellow subsidiaries);

- has an interest in the entity that gives it significant influence over the Company; or

- has joint control over the Company;
- (ii) the party is an associate of the Company;
- (iii) the party is a joint venture in which the Company is a venturer;
- (iv) the party is a member of the key management personnel of the Company or its parent;
- (v) the party is a close member of the family of any individual referred to in (i) or (iv);
- (vi) the party is an entity that is controlled, jointly controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or
- (vii) the party is a post-employment benefit plan for the benefit of employees of the Company, or of any entity that is a related party of the Company.

Related party transactions and balances are recognised and disclosed in the financial statements.

Transactions with related parties are recorded in accordance with the normal policies of the Company at transaction dates.

# (i) Foreign currencies

Transactions in currencies other than the United States of America Dollars, the Company's functional currency, are recognised at the rates of exchange prevailing on the dates of the transactions. The United States of America dollar is deemed the functional currency as projected revenues to be charged by the Company are linked to the value of the

United States of America dollar in relation to the Jamaican dollar and the majority of its liabilities and other expenditure are denominated in this currency. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined.

Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences are recognised in the statement of comprehensive income for the period in which they arise.

#### 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

## (j) Financial instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of comprehensive income

#### (k) Taxation

Taxation is based on profit for the period adjusted for taxation purposes and comprises income tax at 25%.

The Minister of Finance and the Public Service, issued and gazetted the Income Tax (Jamaica Stock Exchange Junior Market) (Remission) Notice, August 2009. The Notice effectively granted a remission of income tax to eligible companies that were admitted to the Junior Stock Exchange (JSE). Effective May 29, 2012, the Company's shares were listed on the JSE and consequently, the Company is entitled to a remission of income taxes for ten years in the proportion detailed below:

Years 1 to 5 (29 May 2012- 30 April 2017) - 100%

Years 6 to 10 (1 May 2017 – 30 April 2022) – 50 %

# 3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Company's accounting policies

Management believe there were no judgements made in the process of applying the Company's accounting policies that had a significant effect on the amounts recognised in the financial statements.

Key sources of estimation uncertainty

Management is of the opinion that there were no critical assumptions concerning the future that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

# 4. **REVENUES**

Revenues represent the exploitation of intellectual properties. Revenues include the sale of partial songwriters' copyrights to other music publishers. This will enhance the Company's ability to recoup from the remaining copyright through increased royalties expected as a result of the additional expertise of the other publishers and increased collaboration with these publishers.

# 5. PROPERTY AND EQUIPMENT

	Signage <u>US\$</u>	Computer equipment <u>US\$</u>	Digital equipment <u>US\$</u>	Office equipment <u>US\$</u>	Total <u>US\$</u>
At Cost					
At January 1, 2015 Additions	1,237		1,122	- 744	17,885
End of period	1,237	14,782	1,122	744	17,885
Accumulated depreciation					
At January 1, 2015	289	10,931	422	174	11,816
Charge for the period	30	1,231	56	19	1,336
End of period	319	12,162	478	193	13,152
Carrying amount					
End of period	918	2,620	644	551	4,733
End of prior year	948	3,851	700	570	6,069

The following useful lives are used in the calculation of depreciation:

Signage	10 years
Computer equipment	3 years
Office equipment	10 years
Digital equipment	5 years

# 6. INTANGIBLE ASSETS

	Computer software
	<u>US\$</u>
At Cost	
At January 1, 2015	17,940
Additions	-
End of period	17,940
	17,940
Amortisation	
At January 1, 2015	13,453
Charge for the period	1,496
	14.040
Carrying amount	14,949
End of period	2,991
Lid of period	
End of prior year	4,487

Amortisation of the computer software is based on an estimated useful life of 3 years.

## 7. ADVANCES TO SONGWRITERS

	Unaudited	Unaudited	Audited
	March 31, 2015	March 31, 2014	December 31, 2014
	<u>US\$</u>	<u>US\$</u>	<u>US\$</u>
Advances			
Non- current	210,012	177,481	210,012
Current	23,763	23,819	23,763
	233,775	201,300	233,775

This represents advances to songwriters to be recouped from earnings in future periods. Advances to songwriters are treated as current assets to the extent that it is expected that such amount will be recouped within the next twelve month period.

#### 8. TRADE AND OTHER RECEIVABLES

	Unaudited	Unaudited	Audited
	March 31, 2015	March 31, 2014	December 31, 2014
	<u>US\$</u>	<u>US\$</u>	<u>US\$</u>
Trade receivables	-	13,744	-
Royalties receivable	24,361		23,448
	24,361	13,744	23,448

The Company will provide fully for all receivables outstanding in excess of one year as management believes receivables that are past due beyond this period are generally not recoverable.

The above balances are unsecured and are interest free and will be settled in cash. No guarantees have been given or received in respect of these balances.

#### 9. CASH AND BANK BALANCES

	Unaudited March 31, 2015 <u>US\$</u>	Unaudited March 31, 2014 <u>US\$</u>	Audited December 31, 2014 <u>US\$</u>
Cash and bank balances	135	12,671	3,336
. SHARE CAPITAL	Unaudited March 31, 2015 <u>US\$</u>	Unaudited March 31, 2014 <u>US\$</u>	Audited December 31, 2014 <u>US\$</u>
Authorised capital: 1,000,000,000 Ordinary shares at no par value			
Issued and fully paid: 400,000,000 Ordinary shares	1,286,619	1,286,619	1,286,619

#### 11. LOANS PAYABLE

10.

	Unaudited	Unaudited	Audited
	March 31, 2015 <u>US\$</u>	March 31, 2014 <u>US\$</u>	December 31, 2014 <u>US\$</u>
Third party loans	79,569	73,969	78,189

This represents a short term loan from two (2) third parties for working capital purposes. These loans are evidenced by promissory notes and attract interest at 8% per annum. These loans are repayable in June 2016. (See Note 15)

#### 12. TRADE AND OTHER PAYABLES

	Unaudited	Unaudited	Audited	
	March 31, 2015 <u>US\$</u>	March 31, 2014 <u>US\$</u>	December 31, 2014 <u>US\$</u>	
Trade and other payables	154,041	151,165	145,890	

Trade and other payables principally comprise amounts outstanding for professional services.

# 13. SONGWRITING CAMPS AND DEVELOPMENT EXPENSES

	Unaudited	Unaudited	Audited
	For the period	For the period	For the year
	ended	ended	ended
	March 31, 2015	March 31, 2014	December 31, 2014
	<u>US\$</u>	<u>US\$</u>	<u>US\$</u>
Travel	-	15,124	18,122
Accommodation	-	33,039	36,385
Mixing & sound system	-	6,516	6,516
Entertainment	-	3,000	-
Equipment rental	-	-	3,000
		57,679	64,023

#### 14. ADMINISTRATIVE EXPENSES

••					
		Unaudited	Unaudited	Audited	
		For the period	For the period	For the year	
		ended	ended	ended	
		March 31, 2015	March 31, 2014	December 31, 2014	
		<u>US\$</u>	<u>US\$</u>	<u>US\$</u>	
	Accounting fees	1,041	3,728	10,650	
	Amortised cost adjustment on advances to songwriters	-	-	(4,792)	
	Annual general meeting and annual reports	-	-	2,296	
	Asset tax	327	-	1,308	
	Audit fees	2,663	902	10,615	
	Bad debt	-	-	5,814	
	Bank charges	74	170	422	
	Company secretarial services	-	-	7,058	
	Depreciation and amortisation	2,832	2,832	11,329	
	Exchange loss	148	104	3,299	
	Insurance expense	-	-		
	Legal and professional fees	4,061	5,118	32,276	
	Managerial travel and accommodation	-	3,249	3,249	
	Other expenses	232	-	18	
	Registrar and Jamaica stock exchange fees	1,489	2,900	7,225	
	Rent	-	1,049	1,048	
	Royalty administration maintenance fees	-	3,608	3,608	
	Telephone	17	73	215	
	Withholding tax - royalty fees	-	-	3,145	
		12,884	23,733	98,783	
		,	,	,	

# **15. FINANCE COSTS**

	Unaudited	Unaudited	Audited
	ended	ended	ended
	March 31, 2015	March 31, 2014	December 31, 2014
	<u>US\$</u>	<u>US\$</u>	<u>US\$</u>
Loan interest	1,381	1,381	5,600

# 16. (LOSS) / PROFIT PER SHARE

Basic (loss) / profit per share is calculated by dividing the (loss) / profit by the weighted average number of ordinary shares in issue.

	Unaudited For the period ended	Unaudited For the period ended	Audited For the year ended
	March 31, 2015 <u>US\$</u>	March 31, 2014 <u>US\$</u>	December 31, 2014 <u>US\$</u>
(Loss) / profit	(13,352)	(24,843)	746
Weighted average number of ordinary shares	400,000,000	400,000,000	400,000,000
Basic (loss) / profit per share (in U.S. cents)	(0.00)	(0.01)	0.00

## 17. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of financial asset, each class of financial liability and equity instrument are disclosed in Note 2 and 3 to the financial statements.

Categories of financial instruments:

The following table sets out the financial instruments as at the end of the reporting period:

	Unaudited For the period ended March 31, 2015	Unaudited For the period ended March 31, 2014	Audited For the year ended December 31, 2014
Financial Assets			
Loans and receivables ( at amortised cost) (including cash and cash equivalents)	258,273	233,530	260,559
Financial Liabilities Other financial liabilities ( at amortised cost)	237,707	236,531	229,476

Financial risk management policies and objectives

The financial risk management seeks to minimize potential adverse effects of financial performance of the Company and covers specific areas, such as market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and other price risk), credit risk and liquidity risk.

The activity of the Company consists of obtaining intellectual property rights, namely licensing and publication rights to songs developed by Caribbean songwriters.

The financial liabilities of the Company mainly consist of trade payables and advances from related parties for which payment is due on demand or within a period of thirty days.

#### Capital risk management policies and objectives

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the equity balance.

The capital structure of the Company consists of cash and bank deposits and equity attributable to equity holders, comprising share capital and accumulated deficit.